

CT CORPORATION

F02000002732

CORPORATION(S) NAME

Trilegiant Corporation

FILED
02 MAY 24 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BK

W02000015162

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

RECEIVED
02 MAY 24 AM 11:14
DEPARTMENT OF STATE
BUREAU OF CORPORATIONS
TALLAHASSEE, FLORIDA

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

5/24/02

Order#: 5365311

kf

Ref#:

000005610110--8
-05/24/02--01033--021

Amount: \$ *****70.00 *****70.00

000005610110--8
-06/03/02--01001--003
***1150.00 ***1150.00

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

A CCH LEGAL INFORMATION SERVICES COMPANY



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 24, 2002

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: TRILEGIANT CORPORATION
Ref. Number: W02000015162

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02 MAY 24 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for TRILEGIANT CORPORATION and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Please note that we have RETAINED your \$70.00 payment.

The application indicates that TRILEGIANT CORPORATION has been transacting business in Florida since July 2, 2001. If that is so, then penalty fees are owed.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,150.00.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 502A00033786

*Please back date
to 5/24/02*

RECEIVED
02 MAY 31 AM 11:22
DIVISION OF CORPORATIONS

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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TALLAHASSEE, FLORIDA

1. Trilegiant Corporation

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. 06-1623333

(FEI number, if applicable)

4. 06/28/01

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. 07/02/2001

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 100 Connecticut Avenue, Norwalk, CT 06850

(Principal office address)

same

(Current mailing address)

8. Primarily involved in offering of membership services to consumers.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida 33324

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

By:

Robin LaPeters

(Registered agent's signature)

Robin LaPeters
Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Lawrence M. LeHan, VP + Secretary
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Lawrence LeHan, Vice President & Secretary
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Trilegiant Auto Services, Inc.

Officers and Directors Report

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TALLAHASSEE, FLORIDA

DIRECTORS

Peter G. McGonagle

Primary Address:

100 Connecticut Avenue
Norwalk, CT 06850

Residence:

455 Old Post Road
Fairfield, CT 06430

Tel: 203-956-1000

Tobia Ippolito

Residence:

42 Lenox Road
Rockaway, NJ 07866

Primary Address:

1 Campus Drive
Parsippany, NY 07054

Tel: 973-496-5079

OFFICERS

Richard V. Leutwyler

Residence:

17 Banks Drive,
Wilton, CT 06897

Primary Address:

100 Connecticut Ave.
Norwalk, CT 06850

Tel: 203-956-1000

President

Peter G. McGonagle

Primary Address:

100 Connecticut Avenue
Norwalk, CT 06850

Residence:

455 Old Post Road
Fairfield, CT 06430

Tel: 203-956-1000

Executive Vice President

Scott Willey

Primary Address:

100 Connecticut Avenue

Norwalk, CT 06850

Residence:

7 Merlin Circle

Milford, CT 06460

Tel: 203-416-2532

Senior Vice President and Treasurer

Lawrence Lehan

Residence:

125 Holmes Avenue

Darien, CT

Primary Address:

100 Connecticut Ave.

Norwalk, CT 06850

Tel: 203-956-1000

Vice President and Secretary

Donald Mankoff

Primary Address:

100 Connecticut Avenue

Norwalk, CT 06850

Residence:

98 Hoyt Street, Apt. 4H

Stamford, CT 06905

Tel: 203-956-1000

Assistant Secretary

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TALLAHASSEE, FLORIDA

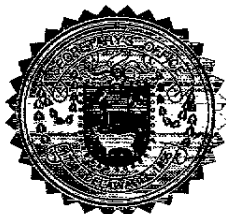
Delaware

The First State

PAGE 1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TRILEGIANT CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF MAY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3409140 8300

AUTHENTICATION: 1791619

020328039

DATE: 05-22-02